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A GUIDE TO THE WORLD'S LEADING COMPETITION LAW AND ECONOMICS PRACTICES



United States Washington, DC

Washington, DC's antitrust bar saw several major moves in the past year, as the notorious revolving door of the nation's capital operated not just between government and the private antitrust bar, but also between firms.

ELITE

CLEARY GOTTlieb STEEN & HAMILTON showed what a rival calls its "second to none in DC" strength in the past year, with hundreds of billions of dollars in deals and at stake in litigation. The firm promoted Cunzhen Huang, who splits her time with the firm's Beijing office, to counsel. She is advising The Walt Disney Company on Chinese anti-trust aspects of its \$71.3 billion takeover of 21st Century Fox – which is being counselled by partners George Cary and Kenneth Reinker. Huang also supported partners David Gelfand and Leah Brannon in acting for KLA-Tencor in its \$3.4 billion acquisition of Orbotech.

The Gelfand-Brannon duo acts for Alstom as it grinds through antitrust clearances in 28 jurisdictions for its €15 billion combination with Siemens' mobility business. Cary, along with partners Mark Nelson, Daniel Culley and Jeremy Calsyn, took the lead for Deutsche Telekom's T-Mobile US in its proposed \$146 billion tie-up with Sprint, which awaits clearance from the Department of Justice's antitrust division as well as the Federal Communications Commission. Senior counsel Mark Leddy, partner Brian Byrne and Culley represented

Airbus in the antitrust aspects of its acquisition of a majority stake in Bombardier's C-Series airliner. Nelson teamed with partner Elaine Ewing to advise Thales on its €4.6 billion tender offer for Gemalto.

On the conduct side, Calsyn, Reinker, Byrne, Ewing, Leddy and counsel Steve Kaiser represent automotive parts suppliers – including NSK, Faurecia, Valeo, Omron, Bosch, Aisin Seiki and Yazaki – in the global cartel probes and follow-on civil actions. The team successfully argued and obtained dismissal for Faurecia in March 2017 for lack of personal jurisdiction from two putative class actions brought by indirect purchasers of exhaust systems. Cary, Byrne, Brannon, Calsyn, Leddy, Culley, Reinker and Nelson are counsel to financial institutions including HSBC, Citigroup and Goldman Sachs in investigations concerning foreign exchange trading, LIBOR, ISDAFIX, and other benchmark rates, and follow-on actions. Cleary Gottlieb defends Sabre Holdings against a consumer class action alleging collusion among global distribution systems, and Keurig Green Mountain against allegations that it monopolises "K-Cup" packs for coffee brewers.

OUTSTANDING

ARNOLD & PORTER got the band back together after the Obama administration ended, with former Antitrust Division boss William Baer also bringing his deputy Sonia Pfaffenroth, and Deborah Feinstein returned from the FTC to to head the global competition group. Jonathan Gleklen is the head of the US antitrust practice.

Gleklen, Peter Levitas and Barbara Wootton advised Monsanto on its \$66 billion acquisition by Bayer that underwent a lengthy second request from the DOJ, as well as long reviews in the EU and many other jurisdictions. After a 20-month investigation, the European Commission and DOJ both obtained remedies that the latter enforcer characterised as “the largest negotiated merger divestiture ever required by the United States.” Gleklen also acted for General Electric in its deal combining GE Oil & Gas with Baker Hughes to create a new publicly traded company. Arnold & Porter represented Cisco in its \$1.9 billion acquisition of BroadSoft, a provider of cloud-based, unified communications services. The merger was cleared unconditionally worldwide and did not receive a second request from the DOJ.

Long-time client Cristal was less fortunate in the sale of its titanium dioxide manufacturing business to Tronox, which obtained clearances around the world but ran up against the FTC’s opposition. A federal judge enjoined the deal in September 2018 pending the FTC administrative law judge’s ruling. Non-merger litigation includes defence of Samsung against a lawsuit accusing it of having a “no-poach” agreement with fellow Korean technology manufacturer LG. A California federal district court judge granted the defendants’ motion to dismiss the putative class action with prejudice in August 2018, but the plaintiffs have appealed.

BAKER BOTTS said goodbye and hello to senior members of its competition practice in the past year. Chris MacAvoy and Randall Turk retired in spring 2018, while Mark Botti and Anthony Swisher joined from Squire Patton Boggs in June. Practice chairs Stephen Weissman and John Taladay say they are “in hiring mode”, as the firm invests in a profitable antitrust group that has doubled in revenues and size since it began as a refuge from Howrey. In May 2018, Paul Cuomo became managing partner of the Washington, DC office.

Weissman and Cuomo, along with partner Michael Perry, steered real estate data and analytics company RealPage through a second request for information about its proposed \$300 million acquisition of the revenue management software Lease Rent Options from the Rainmaker Group; it was cleared unconditionally in late 2017. Weissman also acted for Celgene on its \$9 billion acquisition of Juno Therapeutics; he and Cuomo counselled CommerceHub in the product management company’s \$1.1 billion sale to affiliates of private equity shops GTCR and Sycamore Partners; and SiriusXM’s \$3.5 billion acquisition of music streaming service Pandora. Sean FX Boland represents SI Group in the chemical intermediates manufacturer’s sale to private investment firm SK Capital Partners.

Disputes work for the DC antitrust lawyers included Erik Koons and Andrew Lucarelli helping to win a jury verdict for C&S Wholesale Grocers, defeating a claim that it had allocated geographic markets with rival wholesaler Supervalu. Joe Ostoyich was in South Carolina federal court on behalf of plaintiff Century Aluminum in September 2017 as a judge decided the aluminium producer’s lawsuit alleging the state’s electric and water utility maintained an illegal monopoly on electricity supply was blocked by the state action immunity doctrine. A year later, Ostoyich was in the FTC’s internal tribunal defending Patterson against the agency’s allegations that it had engaged in a group boycott with other dental suppliers. Meanwhile, Taladay in July

2018 saw his client, the International Air Transport Association, settle its dispute with aircraft engine maker CFM International over competition in engine maintenance, repair and overhaul services; IATA withdrew its March 2016 complaint to the European Commission alleging an abuse of dominance.

COVINGTON & BURLING’s Washington, DC antitrust practice has been co-chaired for several years by two former heads of the Antitrust Division during the George W Bush administration, Thomas Barnett and Deborah Garza. Their highest-profile hire of 2018 was Terrell McSweeney, who joined in September 2018 from the Federal Trade Commission, where she had been a Democratic commissioner after previously working in the Obama administration’s Antitrust Division and for the vice president, Joe Biden.

Garza acted for Tribune Media in its proposed \$3.9 billion sale to conservative Sinclair Broadcast Group; the deal collapsed in August 2018 after the Federal Communications Commission expressed opposition, to the dismay of President Donald Trump. The two companies are now litigating in Delaware state court. In another headline-grabbing deal, Barnett helped guide Amazon in its \$13.7 billion acquisition of Whole Foods, which the FTC cleared unconditionally in August 2017 after a pull-and-refile but no second request.

In some quieter deals, Covington represented Bacardi in its acquisition of Patrón Spirits for \$5.1 billion, which also received some FTC scrutiny but closed without a second request. The team also worked on Lightower’s \$7.1 billion sale to Crown Castle, which obtained an early termination in September 2017; CenturyLink’s \$34 billion acquisition of Level 3 Communications; the DOJ’s second request on Discovery Communications regarding its acquisition of Scripps Networks Interactive, which ended without conditions in February 2018; Northrop Grumman’s acquisition of Orbital ATK, which required a consent decree after a second request by the FTC; Stryker’s \$716 million acquisition of NOVADAQ Technologies; and Takata’s acquisition by KSS, which closed April 2018. The firm also acts for the Accreditation Council for Graduate Medical Education, which is being sued for allegedly conspiring to exclude the plaintiff from participating in the match for a medical fellowship.

DECHERT features Steven Bizar in Philadelphia and Michael Weiner in New York as the heads of its competition practice, but it has an all-star team of antitrust partners in Washington, DC, including Mike Cowie, Paul Denis, Craig Falls, James Fishkin, Paul Friedman and Rani Habash. Partner Steven Bradbury was sworn in as general counsel to the Department of Transportation at the end of November 2017.

Denis takes the lead for long-time client US Airways, now operating as American Airlines, which settled for \$45 million a consolidated class action alleging the four largest US airlines coordinated reduction of capacity. The firm also assisted in the preparation of American’s February 2018 application for approval of and antitrust immunity for an alliance with Qantas, which requires the Department of Transportation’s sign-off, as does a proposed expanded alliance between American and LATAM, the largest carrier in South America.

Dechert is probably best known for deals, and it had another bumper crop of them in the past year, including many in the health-care sector. In the largest merger announced in 2017, CVS Health took antitrust advice from the firm about its \$69 billion acquisition of health insurer Aetna, which received a second request and was ultimately cleared by the DOJ subject to the divestiture of an overlapping Medicare prescription drug plan business. Cowie and Habash also led for CVS

Firm	Head(s) of competition	Size	No. WWL nominees	Clients
ELITE				
Cleary Gottlieb Steen & Hamilton	Mark Leddy	10 partners 4 counsel 2 associates	7	21st Century Fox, The Coca-Cola Company, the Dow Chemical Company, GlaxoSmithKline, Keurig Green Mountain, Molson Coors, T-Mobile, Western Digital, Whirlpool, Abbott Laboratories, Citigroup
OUTSTANDING				
Arnold & Porter	Deborah Feinstein	19 partners 7 counsel 37 associates	2	General Electric, AT&T, Visa, Nucor, Cristal USA, Boston Scientific, Philip Morris USA, BP, Monsanto
Baker Botts	John Taladay Stephen Weissman	17 partners 5 counsel 28 associates	5	Arch Coal, Boehringer Ingelheim, Eaton, Halliburton, IATA, Liberty Media, Magna, McWane, Merck, Novartis, Philips Electronics, Qualcomm, Waste Management
Covington & Burling	Thomas Barnett Deborah Garza	19 partners 5 counsel 22 associates	5	ACGME, Amazon, Bacardi, Berkshire Partners, CenturyLink, Discovery Communications, Northrop Grumman, Stryker, Takata, Tribune Media
Dechert	Steven E Bizar Michael L Weiner	6 partners 1 counsel 6 associates	2	American Airlines, CVS Health Corporation, DTE Energy, Jefferson Capital Partners, Kelloggs, Monsanto, Peabody Energy, Ritchie Bros Auctioneers, Select Medical, Travel Leaders Group
Gibson Dunn & Crutcher	Scott Hammond	17 partners 3 counsel 25 associates	5	AT&T, Uber, Apple, Intel, UBS, Panasonic, Kimberly-Clark, Schlumberger, Walmart, Honeywell, Aetna, McDonald's, Marriott, Energizer, Comcast, KPMG, Moody's, Sony, American Airlines, Tenet Healthcare
Hogan Lovells	Edith Ramirez	15 partners 1 counsel 8 senior associates 4 associates 1 consultant	3	3M, American Express, Blue Cross Blue Shield, Daimler, Dell, Delta Air Lines, HarperCollins, IBM, Jazz Pharmaceuticals, LabCorp, Merck, News Corporation, Novartis, Olympus, Verizon
Jones Day	Bernard E Amory (Brussels)	20 partners 15 counsel 16 associates	2	Chart Industries, Dignity Health, Fairmount Santrol Holdings, Itron, M&G Resins. Marathon Petroleum Corporation, Mercury Network, Parker Hannifin Corporation, RPM International, VIA Optronics
Latham & Watkins	Amanda Reeves	9 partners 4 counsel 16 associates	4	American Airlines, Dairy Farmers of America, FMC Technologies, Ford Motor Company, Guitar Center, Highmark, Masco, Nestlé, Sumitomo Electric Industries, T-Mobile, Toshiba, Votorantim
Skadden Arps Slate Meagher & Flom	Tara Reinhart	5 partners 3 counsel 15 associates	3	Sprint Corporation, Anheuser-Busch InBev, "Reverse-Payment"/Litigation Medicis Pharmaceutical Corporation, Watson Pharmaceuticals, NXP Semiconductors
Weil Gotshal & Manges	Steven Newborn	10 partners 1 counsel 13 associates	2	Abbott Laboratories, Alfa SAB de CV, Allergan, BASF, Bridgestone, Johnson & Johnson, Hilton Worldwide Holdings, Sanofi, Sherwin Williams, Visa, Walgreens Boots Alliance, Walmart
White & Case	J Mark Gidley	12 partners 7 counsel 33 associates	1	Anthem, Boehringer Ingelheim, Dynegy, Haier, Icahn, Maruyasu, Nexans, Omnicare, Panasonic, Paddock Holdings Par Pharmaceutical, Toshiba, Upsher-Smith, Vertex Pharmaceuticals, Zimmer Biomet
Wilson Sonsini Goodrich & Rosati	Susan Creighton	7 partners 7 counsel 14 associates	4	Associated Wholesale Grocers, FanDuel, Google, Groupon, HP, MasterCard, Mylan Pharmaceuticals, Netflix, Price Chopper, Qualcomm, Seagate Technology, Spotify, Twitter, Verisign, Walgreens

on the sale of its RxCrossroads unit to McKesson for \$735 million, and Cowie is helping to defend a prior acquisition – of Wellpartner, which enables low-income and uninsured patients to obtain drugs at a government-subsidised discount – from rivals' lawsuits. He and Fishkin used pull-and-refile tactics to avoid second requests and win unconditional clearance in late 2017 for Novadaq's \$701 million sale to Stryker and Select Medical's \$753 million acquisition of US HealthWorks.

GIBSON DUNN & CRUTCHER lost Josh Soven to Wilson Sonsini Goodrich & Rosati in March 2018, but gained Richard Parker from O'Melveny & Myers a few months later. The team in DC frequently works with other offices, as it did when defending AT&T's acquisition of Time Warner against a DOJ lawsuit, which was led by Texas colleagues and assisted by Josh Lipton and Adam Di Vincenzo.

Cartel-related work – both the government investigations and the follow-on litigation – remains the shiniest jewel of Gibson Dunn's crown, albeit one that often must be hidden due to the need for confidentiality. Jarrett Arp and Melanie Katsur worked with New York partners to fend off two putative class action lawsuits alleging manipulation of the pricing of silver and gold and related financial instruments by client UBS and other financial institutions. Arp, Daniel Nelson and global antitrust chair Scott Hammond represent Heritage Pharmaceuticals against claims of price-fixing generic drugs; Hammond and Cynthia Richman work with a colleague in Los Angeles to defend Panasonic against putative class action claiming collusion in the pricing of inductors. The DOJ has said Panasonic is not a target of its investigation in that sector.

Non-cartel litigation is keeping the DC lawyers on the go to federal courthouses all over the country. In June 2018, a New Jersey federal judge sided with Lipton's and Geoff Sigler's arguments against class certification for health plan members and providers accusing Aetna of underpaying claims. Lipton teamed with Parker, along with a Dallas partner, to defend Smithfield Foods, the largest supplier of pork in the US, against a class action in Minnesota alleging a decade-long conspiracy to restrict supply and raise prices. Arp is working with a California partner to defend McDonald's against claims that it suppressed employee wages through no-hire and non-solicitation provisions in its franchise agreements; the Illinois federal court has already rejected a per se framework for the conduct.

HOGAN LOVELLS ended 2017 by adding Edith Ramirez, previously chairwoman of the Federal Trade Commission, and Chris Casey from Duane Morris. However, in June 2018 the Washington, DC office lost Robby Robertson to DLA Piper's litigation practice in Chicago. The DC team is advising several clients on multiple cartel investigations – including container shipping, gold-fixing, generic pharmaceutical and industrial building products – but kept their names confidential.

In contrast, the work defending the Anschutz Entertainment Group against a putative class action complaint brought by rock star Ozzy Osbourne was very public. Osbourne accused AEG in a California federal court of tying tour dates at a London arena to those at a Los Angeles venue, but dropped his lawsuit in September 2018 when AEG said it would no longer ask musicians to commit to playing both sites. Another major litigation – defending Blue Cross Blue Shield of Rhode Island against Steward Health Care's accusation of conspiring to prevent the plaintiff from buying a hospital – ended in a settlement in 2018. Hogan Lovells had raised the argument that the relevant market should be analysed as multi-sided in the framework laid out by the Supreme Court in *Ohio v American Express*.

Ramirez brought her agency experience to bear in helping to shepherd ATK through antitrust approval for its \$9.2 billion sale to Northrop Grumman, one of the largest defence deals of recent years. The EU cleared the tie-up in Phase I, but the FTC issued a second request. The FTC resolved its concerns in June 2018, after an eight-month investigation, with the merged company committing not to discriminate against competitors of Northrop Grumman when selling rocket motors used in missile systems. In another major industrial deal, Hogan Lovells advised semiconductor producer Marvell on its \$6 billion acquisition of chipmaker Cavium, securing US, Polish and Chinese clearances.

One of the most notable moves of the past year was David Wales's departure in February 2018 from **JONES DAY**, where he had chaired the global antitrust practice. The Washington, DC office nonetheless retains a large corps of talented deal lawyers and litigators, and promoted Aimee DeFilippo to partner in January 2018.

Julie McEvoy is heading the defence of Sanofi-Aventis against a putative class action by direct purchasers accusing it of improperly manipulating patent claims to delay competition for diabetes treatment Lantus. In one of the most important precedents for antitrust class actions, John Majoras leads for Union Pacific as it and other major rail companies fight damages claims stemming from an alleged conspiracy to fix fuel surcharges. In October 2017, the same judge who had granted class certification in 2012 denied it; this time, the plaintiffs are appealing to the US Court of Appeals for the District of Columbia Circuit.

Majoras and McEvoy, along with Michael Gleason, led for Parker Hannifin as it faced a post-consummation challenge to its \$4.3 billion acquisition of CLARCOR after the DOJ spotted an overlap in a small part of the business, which the companies agreed to divest. In more conventional deal work, of counsel Phillip Proger was part of the team advising PotashCorp on the antitrust aspects of its \$38 billion merger with rival Canadian agribusiness Agrium. The FTC cleared the deal in December 2017 based on the divestiture of two production facilities. Proger, Kenneth Field and Michael Knight acted for Rite Aid in its attempted sale to Walgreens, which the FTC opposed; the agency in September 2017 did allow a revised deal deal in which Walgreens acquired fewer than half of Rite Aid's stores for \$4.4 billion.

The makeup of the Washington, DC antitrust team at **LATHAM & WATKINS** was stable over the past year; Farrell Malone was elected to the partnership in early 2018. The firm has remained busy with both high-profile deals and complex litigation.

Malone, practice chair Amanda Reeves and Michael Egge were on Agrium's side of the merger of fertiliser equals with Potash Corp, for which the firm obtained clearances conditioned on remedies after in-depth reviews in the US, China and India. It also won conditional clearances for Integra LifeSciences' \$1 billion acquisition of its competitor Codman Neurosurgery from Johnson & Johnson. In one of the most controversial of pending mergers, Latham is handling the US antitrust clearance process for the tie-up of Siemens' Mobility Business and Alstom to create a "national champion" in European rail. The firm is also advising Siemens on its proposed €600 million purchase of Mendix, a software application development platform.

Margaret Zwisler continues to defend Ocean Spray against a class action alleging that the company both fixed the price of cranberry juice concentrate and attempted to monopsonise the market for cranberries. In October 2017, the district court granted in part and denied in part Ocean Spray's second motion for summary judgment, and an interlocutory appeal to the First Circuit is pending. Latham should

hope it has as much luck there as it did before the Second Circuit when defending the United States Soccer Federation against conspiracy and monopolisation claims brought by the North American Soccer League; the federal appellate court affirmed the denial of a preliminary injunction that would have forced the federation to recognise the plaintiff as a Division II professional league.

SKADDEN ARPS SLATE MEAGHER & FLOM pulled off a coup in early 2018 with the addition of Jones Day's antitrust chair, David Wales. While the global competition practice continues to be led by Steve Sunshine from Washington, DC, Tara Reinhart was promoted to head the DC antitrust group – she had rejoined the firm in August 2016 after two years as the FTC's chief trial counsel. John Lyons retired from Skadden at the end of 2017.

Sunshine advised Sprint on its headline-grabbing, \$59 billion merger with T-Mobile, a four-to-three mobile phone deal that faces scrutiny from both the Antitrust Division and the Federal Communications Commission, not to mention Congress and many state attorneys general. He also was part of the team representing NXP Semiconductors as Qualcomm sought to acquire it for \$47 billion, but opposition by China's competition authority blocked the tie-up. Quieter deals included Intel's \$15.3 billion acquisition of Mobileye, an Israeli company that makes automated driving systems.

Wearing his litigator hat, Sunshine acts for Anheuser-Busch InBev in defending against federal antitrust claims alleging that the megabrewer conspired with Molson Coors to exclude smaller breweries from the beer market in Ontario, Canada. A Wisconsin federal district court dismissed the claims in May 2018, but as this publication went to press, Sunshine was standing up in the Seventh Circuit arguing against the plaintiff's appeal. Skadden is also highly active in antitrust litigation over pharmaceutical patents. It represented Valeant subsidiary Medicis in challenges to alleged attempts to block generic competition to acne product Solodyn, which settled in early 2018; and Watson Pharmaceuticals, which settled for \$157 million claims of a pay-for-delay agreement regarding the anaesthetic patch Lidoderm. The firm also acts for an unnamed drug maker in the DOJ's and states' investigation of price-fixing of generic pharmaceuticals.

WEIL GOTSHAL & MANGES kept its antitrust team largely the same in Washington, DC and its group won work on a slew of major deals before the DOJ and the FTC – of which many of its lawyers are alumni.

The firm represented Abbott Laboratories in its \$5.3 billion acquisition of Alere, which won conditional clearance from the FTC in late September 2017. It acted for Johnson & Johnson in several deals, including its \$2.7 billion sale of its advanced sterilisation products business, its \$2.1 billion sale of its LifeScan business and the sale of Codman neurosurgery business to Integra Life Sciences. In deals that obtained DOJ clearance, Weil counselled BASF as the buyer of \$9 billion of divested assets from Bayer/Monsanto, and Scripps Networks Interactive in its \$14.6 billion merger with Discovery Communications, which the Antitrust Division waved through in February 2018.

In litigation, Weil is lead counsel for Pilgrim's Pride and appointed liaison counsel for all defendants in the avalanche of lawsuits alleging collusion to restrict output, which have been consolidated as the *Broiler Chicken* antitrust litigation in Illinois federal court. The firm also defends Hilton against a class action alleging it and other major hotel chains conspired to eliminate competition for branded keyword search advertising, illegally raising consumers' costs to find and book hotel rooms. A ruling on the defendants' motion to dismiss is pending.

"If you want fighters, **WHITE & CASE** is the firm to go to. They think outside the box," says a former enforcer at a top DC antitrust practice. For example, antitrust practice chair J Mark Gidley was part of the team in New York federal court that beat the DOJ's criminal prosecution of UK national and former JP Morgan Chase trader Richard Usher for alleged manipulation of the foreign exchange market. Additionally, White & Case represents a global shipping company in a DOJ investigation of possible anticompetitive behaviour among container shippers worldwide.

Toshiba also turns to White & Case on a wide range of antitrust matters, including in its defence against a \$1.5 billion lawsuit brought by the Illinois Attorney General against manufacturers of liquid-crystal display panels. The team also defeated direct-purchaser plaintiffs' motion for class certification in the AndroGel antitrust litigation on behalf of Par Pharmaceutical and Paddock. The Common Application, a non-profit that created an undergraduate college admission application that may be used to apply to hundreds of member colleges, tapped White & Case to defend it against claims of monopolisation and collusion brought by its rival CollegeNET in Oregon federal court.

The firm represented Vertex Pharmaceuticals in its acquisition of CTP-656 from Concert Pharmaceuticals, creating a new combination drug for the treatment of cystic fibrosis. George Paul and Rebecca Farrington also assisted on Zimmer Biomet on its \$1 billion acquisition of LDR Holding. Other recent deals include Farrington on Haier's acquisition of GE's appliance division, and the sale of Carl Icahn's XO Communications to Verizon.

Observers say **WILSON SONSINI GOODRICH & ROSATI** is "very busy, very strong, very successful," and quickly growing its Washington, DC practice. It added partner Joshua Soven in 2018 from Wilson Sonsini Goodrich & Rosati. Partner Mark Rosman and cartel specialist colleagues in other offices have plenty of work for clients before the DOJ, including in the generic pharmaceuticals, auto parts, capacitors and foreign exchange investigations.

The firm's merger work particularly illustrates how it has retained its base in the technology industry while expanding into retail and other sectors. The firm represented Qualcomm in its successful defence to Broadcom's \$117 billion hostile acquisition attempt. Scott Sher represented Brocade Communication Systems in its \$5.9 billion acquisition by Broadcom, which the FTC approved with divestitures. Along with Jamillia Ferris, he also acted for online event manager Cvent in its \$1.65 billion sale to Vista Equity Partners, which the DOJ ultimately cleared unconditionally despite a second request spurred by complainants and concerns about network effects. Ferris, Sher and counsel Joshua Wright counselled FanDuel in its proposed merger with rival fantasy sports gambling site DraftKings, which the companies dropped after the FTC sued in June 2017. Additional merger work includes advising CA Technologies in its \$18.9 billion sale to Broadcom; Acxiom in its \$2.3 billion sale to Interpublic Group; Vintage Capital in its \$1.36 billion acquisition of Rent-A-Center; and Lumentum in its \$1.8 billion acquisition of Oclaro.

Wilson Sonsini represents Mylan Pharmaceuticals in a multidistrict class action litigation where plaintiffs allege Mylan conspired with its competitors to fix prices for a number of generic pharmaceutical products. It also represents Google in a number of ongoing conduct investigations surrounding Google's various products, including Google Search, Android, AdWords and YouTube. The team has been involved in significant cartel matters as well, including successfully defending auto parts industry executives in a price-fixing investigation by the DOJ, defending a large international manufacturer of generic pharmaceuticals in a cartel investigation by the DOJ and

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representing a Japanese auto-parts manufacturer in a DOJ price-fixing investigation.

AXINN VELTROP & HARKRIDER's Washington, DC antitrust practice has quickly expanded since opening its doors in 2009. The office, led by John DeQ Briggs, has seen its attorney numbers grow by nearly 50% in just the past year and represents clients in some of the country's largest and most significant M&A deals and antitrust litigations. The firm hired partner Tiffany Rider from Skadden and promoted counsel Jeny Maier to partner in 2018. Axinn acted as lead defence counsel for Tyson Foods in the *Broiler Chicken* antitrust litigation and is currently advising it in the *Growers* and *Pork* antitrust litigations. The firm also advised Stanley Black & Decker in the *SawStop* lawsuit in the US District Court for the Eastern District of Virginia and US Court of Appeals for the Fourth Circuit; and counsels several Danfoss companies in General Electric's follow-on damages claim in for refrigerant compressors. The firm also remains active in the auto parts class action and acts for Momenta Pharmaceuticals in two parallel antitrust litigations alleging that it excluded generic competitors of Sanofi's anticoagulant.

Back in the merger world, Axinn also represented Black & Decker in the company's acquisition of the Craftsman brand from Sears, which allowed Sears to retain the ability to sell Craftsman in its stores. The firm advised Thermo Fisher in its \$7.2 billion acquisition of Patheon, a deal that closed in August 2017 after receiving unconditional clearance from the European Commission. And Axinn acts as global lead counsel for Johnson Controls in the \$2 billion sale of its safety business to 3M.

Some of the best litigators in town praise **BOIES SCHILLER FLEXNER**, which plays both sides of the "v" to an extent unusual in Washington, DC. The team is led by William Isaacson, Richard Feinstein and James Denvir, who are assisted by six other partners and 11 other attorneys. The firm is currently representing Apple in multibillion-dollar monopolisation and contract claims and counterclaims with Qualcomm as the two tech giants battle over the chipmaker's patent licensing practices. Partners Denvir and Michael Mitchell defeated a class action that claimed Delta Airlines colluded with AirTran Airways to institute a first-checked baggage fee, but Denvir continues to fight passengers' claims that Delta conspired with American, United and Southwest to cap seat capacity. Additionally, the team is defending the Ultimate Fighting Championship in a lawsuit brought by mixed martial arts fighters who claim that it unfairly controlled the mixed martial arts market by blocking its rivals and stifled the wages of fighters. Dunn and Isaacson are also defending Uber in arbitration over whether the company entered into a price-fixing conspiracy with drivers.

On the plaintiff side, Boies won a decision from the US Supreme Court reviving long-running price-fixing claims against Chinese manufacturers of Vitamin C. Isaacson is also representing corporate clients in pursuing claims from price-fixing of cathode ray picture tubes along with new actions for price-fixing of electronic capacitors. The DC team is also pursuing collusion and boycott claims in the dental products industry and similar claims against heavy construction equipment makers including Caterpillar. Scott Gant and Jonathan Shaw are also prosecuting antitrust cases involving broiler chickens and frozen seafood for clients with billions in purchases.

CROWELL & MORING has "a number of good people", the co-chair of a top DC practice says, while another rival admires the firm's client list. Antitrust co-chairs Shari Lahlou and Jason Murray were joined in September 2018 by Alexis Gilman, previously the assistant director of the mergers IV division in the Bureau of Competition at the FTC.

The firm has expanded and diversified while retaining long-standing customers such as AT&T, whose partners Wm Randolph Smith, Jeane Thomas and Shawn Johnson guided through its \$85 billion acquisition of Time Warner. Kent Gardiner, Lahlou, David Schnorrenberg and Joseph Miller acted for Humana in its proposed \$37 billion sale to rival health insurer Aetna, but the companies opted to drop their deal after the DOJ persuaded a Washington, DC federal court to block it. The firm currently represents United Technologies in its \$30 billion acquisition of Rockwell Collins, the largest transaction in aviation history.

In 2017, Crowell prevailed at the Tenth Circuit in defending summary judgment for medical and surgical products company Owens & Minor in an antitrust tying and exclusive dealing lawsuit. The team is representing CSX Transportation in a consolidated class action filed by purchasers of rail freight transportation services and is defending United Continental against allegations that it colluded to restrict the capacity of domestic air transportation and raised ticket prices. Additionally, it represents eight Blue Cross Blue Shield companies in over 50 nationwide antitrust class actions alleging a conspiracy to limit competition through exclusive service areas and other restrictions.

Rivals praise **FRESHFIELDS BRUCKHAUS DERINGER**'s DC lawyers, from partner Paul Yde with 32 years of antitrust experience, to associate Jan Rybnicek. In February 2018 the firm also welcomed Eric Mahr, former director of litigation for the DOJ, as its newest partner in the DC practice. Justin Stewart-Teitelbaum was promoted to counsel in May 2018. Freshfields advised KLM on the acquisition of its Aerospace Solutions Group by the Boeing Company for \$3.2 billion and Novartis on its \$8.7 billion acquisition of the gene therapy pharmaceutical company AveXis. The team is also advising United Airlines on a proposed international metal-neutral joint venture among multiple carriers as well as on other international alliances.

Freshfields is now regular US antitrust counsel to Johnson & Johnson, which includes handling the merger control aspects of its \$30 billion acquisition of Actelion and proposed acquisition of Zarbee's. On the investigation side, the firm represented United Airlines in the DOJ investigation of potential collusion in seat capacity, and confidential clients in the ongoing auto parts probes. Litigation includes Bruce McCulloch defending amnesty recipient British Vita Group in the *Polyurethane Foam* follow-on class action, and Richard Snyder representing Hachette in the private lawsuits that followed the DOJ's *E-Books* case. The firm also advised Starbucks on a perpetual licence to Nestlé for the exclusive right to sell Starbucks products through consumer packaged goods and food-service channels.

In April 2018, Hunton & Williams merged with Andrews Kurth Kenyon to create **HUNTON ANDREWS KURTH**. The competition and consumer protection team, comprised of nearly 40 lawyers across practices throughout the country, is led by Amanda Wait, a former attorney in the FTC's bureau of competition. The firm guided clients through the antitrust review of more than 10 transactions with a cumulative value in excess of \$3.8 billion. This includes representing a global packaging company in the premerger review of a strategic transaction valued in excess of \$1 billion.

Partners Lewis Powell and Jack Martin were part of the team that won the first-ever successful consummated merger challenge to be litigated in front of a jury in *Steves and Sons v Jeld-Wen*. The jury found that Jeld-Wen's 2012 acquisition of its competitor CraftMaster violated US antitrust laws and awarded Steves \$12 million in past damages and \$46.5 million in future lost profits. Some of Hunton's other clients include Enterprise Products Partners, ArcLight Energy Partners, Arla Foods and Rooms to Go.

Firm	Head(s) of competition	Size	No. WWL nominees	Clients
HIGHLY RECOMMENDED				
Axinn Veltrop & Harkrider	John DeQ Briggs	6 partners 1 counsel 15 associates	1	Alliance of Artists and Recording Companies, Danfoss, Dell Technologies, Google, HIG Capital, McKesson, Nishikawa Rubber, Stanley Black & Decker, Symantec, Thermo Fisher, Tyson Foods
Boies Schiller Flexner	William Isaacson Richard Feinstein James Denvir	9 partners 3 counsel 8 associates	None	Apple, Animal Science Products, Carolinas Healthcare System, Costco, Delta Air Lines, International Construction Products, Sanford Health, Uber
Crowell & Moring	Shari Lahlou Jason Murray	14 partners 11 counsel 16 associates	1	Amazon, AT&T, Blue Cross Blue Shield, Cardinal Health, Chemours, CSX Transportation, DowDuPont, Ericsson, General Motors, Hewlett-Packard, Marriott, Motorola, Siemens, Target, Yamaha
Freshfields Bruckhaus Deringer	Paul Yde	5 partners 7 counsel 12 senior associates	5	Intel, Johnson & Johnson, LafargeHolcim, Ardagh, United, Novartis, Continental, Pepsi, London Stock Exchange Group, Hachette Book Group, Mars, AstraZeneca, Starbucks
Hunton Andrews Kurth	Amanda Wait	6 partners 4 counsel 5 associates	None	Enterprise Products Partners, ArcLight Energy Partners, Arla Foods, Rooms to Go, Steve's & Sons
Kirkland & Ellis	N/A	19 partners 6 counsel 7 associate	2	ABB Optical, Accenture, Bain Capital Private Equity, BASF Corporation, Delta Air Lines, Grubhub, Ranbaxy Pharmaceuticals, Teva Pharmaceuticals, Vista Equity Partners, Wyndham Worldwide
Mayer Brown	Mark Ryan	16 practitioners	None	Nestlé USA, Foster Farms, Cargill, CDK Global, Tyntec, Blue Shield of California, the Big Ten Conference, Nespresso, Lukoil Pan Americas, Indiana Packers Corporation
McDermott Will & Emery	Raymond A Jacobsen Jr	31 partners 3 counsel 19 associates	None	Martin Marietta Materials, Impax Laboratories, Steel Dynamics, Weyerhaeuser, Eagle Materials and its subsidiary, American Gypsum

Partner Carla AR Hine joined **KIRKLAND & ELLIS** from McDermott Will & Emery in late August 2017 to boost its already strong DC practice. Hine joins Mark Kovner and 17 other partners and the firm boasts an impressive list of clients that call on Kirkland when they engage in bet-the-company deals. Those included advising Boeing in its pending \$4.2 billion acquisition of KLX, a provider of aviation parts and services; Grubhub on its acquisition of Yelp's online food-ordering business, Eat24, for \$287.5 million and Tronox on the acquisition of the titanium dioxide business of Cristal for \$1.6 billion. More high-profile merger cases include assisting Teva in the largest-ever pharmaceutical divestiture during its massive deal with Allergan and advising Charter Communications in its \$78 billion acquisition of Time Warner Cable.

The Kirkland DC team represented Deutsche Bank in enforcement investigations and class action cases in New York concerning alleged price-fixing in the global market for foreign exchange currencies. The team counselled Ranbaxy Pharmaceuticals in multi-district class action antitrust litigation alleging that Ranbaxy's patent settlement with Pfizer was a so-called "reverse payment" settlement that delayed a generic version of the drug Lipitor. A motion for judgment on the pleadings in the indirect purchaser case was filed and remains pending. Farther back, Kirkland represented ABB Optical in the Disposable Contact Lens antitrust litigation, which accused lens distributors of conspiring to maintain minimum resale pricing in violation of state and federal antitrust laws.

MAYER BROWN's DC antitrust practice is led by Mark Ryan, the former director of litigation at the DOJ's antitrust division. He is joined by recent addition William Stallings, a former section chief at the Antitrust Division, and the highly experienced Carmine Zarlenga. The practice's growth has also resulted in promotions of partner Stephen Medlock and counsel Meytal McCoy. The group has been busy in courtrooms and before government agencies, representing clients in the *Broilers*, *Pork* and *Automotive Dealer Management Systems* litigations. The team litigated a preliminary injunction motion in federal court against the FTC on behalf of Drew Marine in its proposed sale of its fire, safety and rescue businesses to Wilhelmsen Maritime Services. It is also involved in major monopolisation and refusal to deal cases for clients such as Nespresso, CDK Global and Tyntec.

The firm continues its substantial merger clearance work. Ryan and Stallings assisted Virgin America in its \$2.6 billion acquisition by Alaska Air, which the DOJ eventually let pass with small divestitures. The team also represented an interested third party in the now-defunct *Deere/Precision Planting* merger; and served as counsel on the amicus brief supporting the *AT&T/Time Warner* deal that was filed by 37 economists, academics and former enforcers.

The Washington antitrust team at **MCDERMOTT WILL & EMERY** got a boost in January 2017 when one of the DOJ's two antitrust criminal enforcement section heads, Mary Strimel, made her way to the firm; however, she left for the FTC in September 2018. Ray Jacobsen

continues to lead the substantial DC office, which handles a variety of deals and litigation for clients across the country. The McDermott team secured clearance from the Antitrust Division for Martin Marietta Materials' \$1.6 billion acquisition of Bluegrass Materials and served as antitrust counsel for Impax Laboratories in a \$1.45 billion deal with Amneal Pharmaceuticals. The FTC cleared the transaction after the company agreed to divestitures, creating the fifth-largest generic drug company in the US.

Also active on the non-merger front, McDermott's DC team won summary judgment for Mars in the chocolate price-fixing litigation. The firm also counselled Steel Dynamics in a nationwide class actions alleging that steel makers comprising 85% of the US market conspired to restrict the supply and to fix prices of all steel products. In late 2017 the company defeated a direct purchaser plaintiffs' motion to certify a \$17.4 billion damages class. McDermott continues to defend Eagle Materials and its subsidiary, American Gypsum, from class action complaints filed by direct and indirect purchasers of drywall.

The **MORGAN LEWIS & BOCKIUS** team describes itself as the "hottest practice group in DC right now", and it may be right. The DC antitrust team is litigating against the FTC in two simultaneous cases – defending Qualcomm against the highly publicised monopoly claim; and defending Shire against allegations it abused the citizen petitioning process. The former has seen considerable follow-on action, including dozens of class actions and a lawsuit by Apple. The firm also served as antitrust counsel for Dr Pepper Snapple Group in its \$18.7 billion merger with Keurig Green Mountain, as the two companies' combined to create Keurig Dr Pepper. In total, the DC practice makes merger filings in about 20 countries each year.

Clayton Everett leads Morgan Lewis's DC antitrust team and is supported by Ryan Kantor, who joined the firm in May 2018 after serving in the US Department of Justice as assistant chief of the Antitrust Division's healthcare and consumer products section. Darren Tucker and Hill Wellford left the firm in 2018. Jon Roellke in DC acts for ICAP in the *Interest Rate Swaps* antitrust litigation. The DC team also secured dismissal for ICAP Capital Markets from an antitrust class action alleging collusive conduct concerning the development electronic exchange-based platforms for interest rate swap trades. The firm also defends the Perrigo Company in the *Generic Pharmaceuticals Pricing* antitrust litigation.

Rivals are quick to heap praise on the **MORRISON & FOERSTER**'s DC team. The firm has made some significant additions in 2018, including cartel superstar Lisa Phelan from the Antitrust Division and of counsel Megan Gerking from Covington & Burling. They help to make up for the loss of Stephen Smith, who retired from the firm this year. Jeff Jaeckel, the co-chair of the practice group, and David Meyer were lead antitrust counsel to SoftBank Group and Sprint in the *Sprint/T-Mobile* merger. The team represented Infineon Technologies AG in the cross-border sale of its radio frequency power business division to Cree for €345 million, and Jon Gowdy represents Renesas in its \$6.7 billion acquisition of Integrated Device Technology. The firm also represents Boyd Gaming in its antitrust matters, such as its \$575 million acquisition of four gaming properties divested in connection with Penn National's acquisition of Pinnacle Entertainment; and in its \$280.5 million acquisition of Valley Forge Casino and Resort.

Jaeckel defends Fujitsu and several subsidiaries against a federal class action brought by direct purchasers of capacitors, and represents Entrata in a lawsuit against its competitor Yardi Systems for allegedly anticompetitive behaviour in the property management software product industry. Additionally, partner Roger Fones secured a

summary judgment win for Southwest Airlines in a long-running antitrust multidistrict litigation over baggage fees, and Brad Lui represents Teradata in a suit against SAP America for copyright infringement and antitrust violations.

O'MELVENY & MYERS continues to have one of the leading practices in Washington, DC, with a strong set of cases over the past couple of years. Previous antitrust practice head Richard G Parker left the firm for Gibson Dunn and partner Ted Hassi departed for Debevoise & Plimpton, but co-chairs Ben Bradshaw and Ian Simmons have taken up the slack. As lead trial counsel for both AT&T and Time Warner, O'Melveny defended the companies' landmark \$85.4 billion merger against claims by the Department of Justice's Antitrust Division that the transaction would harm competition and should be blocked. After five weeks of testimony US District Judge Richard Leon rejected the government's challenge. The firm also handled work in other high-profile cases, including Parker leading the litigation effort against the Antitrust Division for Halliburton's proposed acquisition of Baker Hughes, which was ultimately abandoned before trial; and, along with partners Hassi and Katrina Robson, representing Humana in its now-abandoned health insurance merger with Aetna. Despite being on the losing side of that litigation, the firm continues to fight hard against the government.

O'Melveny's string of successes includes defeating the FTC's claims alleging that Impax and Endo Pharmaceuticals entered into a reverse payment settlement to block generic versions of the pain relief medication Opana ER. The firm also defeated antitrust claims seeking more than \$1 billion in a multi-district litigation alleging that their client, Samsung, was part of a conspiracy to fix prices of optical disk drives. Additionally, the team negotiated the consent decree that helped Alaska Airlines close its acquisition of Virgin America, a deal that the lawyers for the merging companies stressed would lead to a stronger competitor to the "big four" of Delta, American, Southwest and United.

Jonathan Kanter became co-chair of **PAUL, WEISS, RIFKIND, WHARTON & GARRISON**'s antitrust practice along with the current co-chairs Kenneth Gallo and Charles (Rick) Rule in Washington, DC and Aidan Synnott in New York. Joseph Simons left the firm in 2018 to become chair of the Federal Trade Commission. They have particular expertise in HSR work and other merger issues, complementing an already-prominent litigation team to make what Rule calls a "whole practice". The firm had its hand in some of the biggest mergers of the past year, including representing Cigna in its saga to be acquired by Anthem despite the client's reluctance. Paul Weiss also advised Microsoft on its \$26 billion acquisition of LinkedIn; Time Warner in its acquisition of Charter; and Monsanto in its sale to Bayer.

Paul, Weiss represents Deutsche Bank in multi-regulator, multi-jurisdictional inquiries concerning the setting of numerous Interbank Offered Rates and is defending Bumble Bee Seafoods against claims that it and two other companies conspired to fix prices in the US packaged tuna market. The team won a huge victory before the US Court of Appeals for the Fifth Circuit when it convinced the Court to throw out a \$340 million verdict against client Becton Dickinson. Kanter is active in counselling third parties that have issues with other companies, including those that have concerns about Google and its practices. The firm also remains active in the capacitors litigation, and in the government and private litigation related to the financial institutions. Another big client is performing rights organisation ASCAP, which has dealt with antitrust issues over its DOJ consent decrees and more in the past year.



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O'Melveny served as **lead trial counsel** for both AT&T and Time Warner in what has been called **“the antitrust trial of the century.”**

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Firm	Head(s) of competition	Size	No. WWL nominees	Clients
HIGHLY RECOMMENDED				
Morgan Lewis & Bockius	Clay Everett	8 partners 1 of counsel 5 associates	2	Apollo Global Management, Morgan Stanley & Co, NEX Group, Perrigo Company, Qualcomm, Shire, Sumitomo Mitsui Banking Corporation
Morrison & Foerster	W Stephen Smith Jeffrey Jaeckel	9 partners 2 counsel 4 associates	2	Pounding Mill Quarry, Amadeus, Infineon, Entrata, Teradata, United Parcel Service, Oath, Fujitsu, Softbank
O'Melveny & Myers	Ian Simmons Ben Bradshaw	6 partners 6 of counsel 6 associates	1	AT&T, Time Warner, Impax Laboratories, Samsung Electronics, US Airways
Paul, Weiss, Rifkind, Wharton & Garrison	Jonathan Kanter Kenneth Gallo Charles (Rick) Rule	7 partners 2 counsel Over 10 associates	2	ASCAP, Bumble Bee Foods, Cigna, Citigroup, Eli Lilly, Endeavor, The Goodyear Tire & Rubber Company, ILG, Mastercard, Morgan Stanley, News Corporation, News Media Alliance, Sharp Corporation, Yelp
Sidley Austin	William Blumenthal	8 partners 2 senior counsel 1 counsel 15 associates	2	AT&T, BNSF, UP, NS, CSXT, BorgWarner, Henry Schlein, HNA Group, International Paper Company, KapStone Paper and Packaging Corporation, Medline Industries, Pandora Media, United Airlines
Simpson Thacher & Bartlett	Peter Thomas	Firmwide: 14 partners 7 counsel 44 associates	1	Avantor, Boeing, Booking Holdings, ChemChina, CSL, Deutsche Bank, Dollar General, KeyCorp, KKR, Lorillard, McKesson, Micron, NXP Semiconductors, Rolls-Royce, Tyco, Vistra Energy, Warner Music
Sullivan & Cromwell	Renata Hesse	5 partners 1 special counsel 5 associates	None	Amazon, ANZ Bank, Bank of Nova Scotia, First Horizon National Corporation, Kite Pharma, National Australia Bank, Nomura Holdings, Panera Bread Company, Praxair, United Rentals, Volkswagen
Wilmer Cutler Pickering Hale and Dorr	Thomas Mueller	10 partners 9 counsel 35 associates	2	Denso, Rohan Ramchandani, CSAV, Container liner shipping companies (K Line/MOL/NYK), T-Mobile

William Blumenthal heads up **SIDLEY AUSTIN**'s Washington, DC practice and is supported by eight other partners. The firm's recent lateral hires demonstrate the its dedication to its DC antitrust practice. In the spring of 2017, former FTC chairman Timothy Muris left Kirkland & Ellis to become senior counsel at Sidley; and James Lowe moved from WilmerHale to the Sidley partnership. In probably the highest-profile case it worked on this year the firm represented AT&T in the government's appeal of the district court decision permitting AT&T's merger with Time Warner.

It also advises Pandora Media on the regulatory aspects of several undisclosed transactions. Previously Sidley advised Cabela on its \$5.5 billion sale to Bass Pro Shops, in which Blumenthal acted for the seller, underwent a lengthy second request but ultimately won unconditional clearance from the FTC in July 2017. Additionally, the firm acts as counsel to Medline Industries, in connection with antitrust clearances for the company's acquisition of Centurion Medical Products Corporation. Sidley is involved in several different auto parts investigations and follow-on damages actions, as well as the DOJ's generic pharmaceuticals cartel probe.

SIMPSON THACHER & BARTLETT retains what one competitor calls "a great platform" from its corporate practice, and is "always going to be an important player" in antitrust. Managing partner Peter Thomas heads the DC practice. Thomas and partner Andy Lacy are advising Boeing in the antitrust review of its \$4.75 billion joint venture with

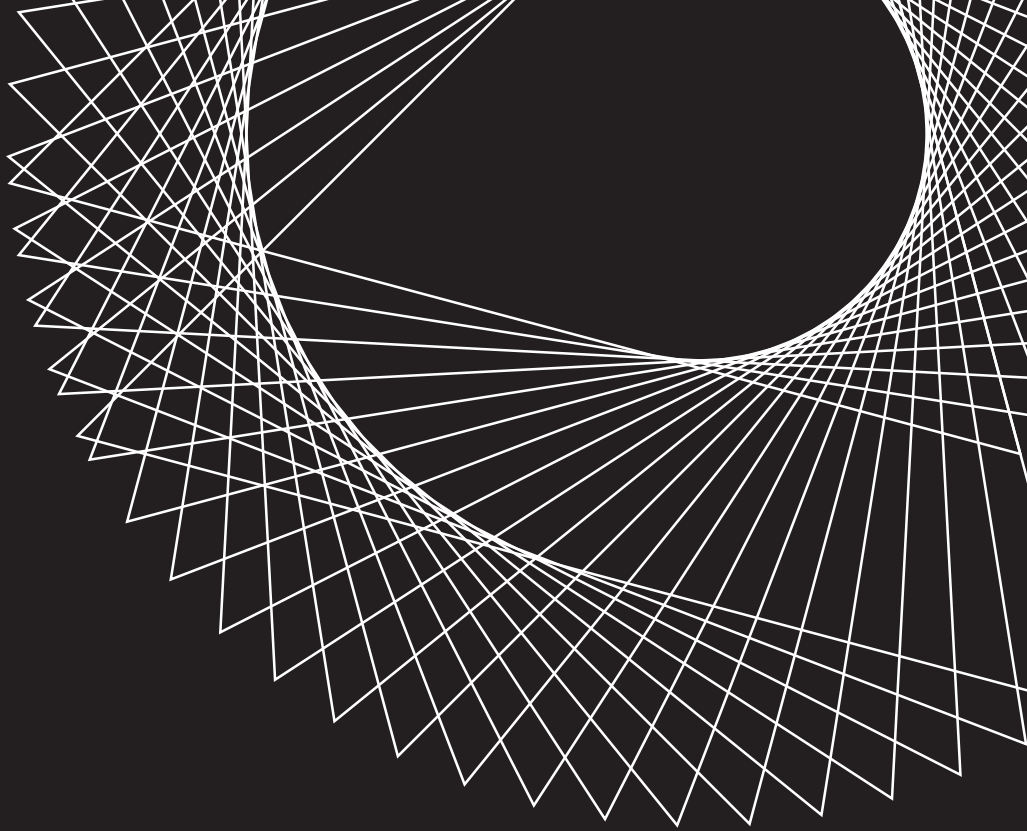
Brazil-based jetliner manufacturer, Embraer. It is also counseling Maple Leaf Foods, a leading consumer protein company in the anti-trust review of its acquisition of the Field Roast Grain Meat Company.

In non-merger litigation, DC partners John Terzaken and Abram Ellis are advising Covestro in multiple class actions alleging a conspiracy to fix prices for methylene diphenyl diisocyanate and toluene diisocyanate. Additionally, the team advises Micron, in a number of proposed class actions against Samsung, Micron and Hynix brought by direct and indirect purchasers of dynamic random access memory chips or modules alleging that the companies conspired to fix prices of DRAM sold in the US. Farther back, Simpson Thacher acted for NXP Semiconductors in its merger with Freescale Semiconductor, which the FTC also cleared with structural remedies. Ellis also supports his New York colleagues in multiple antitrust lawsuits in the financial sector, including representation of JPMorgan Chase in Libor, Tradeweb in interest rate swaps and Deutsche Bank in Treasuries. Notably, he has helped the International Swaps and Derivatives Association avoid being named as a defendant in the ISDAfix lawsuit.

SULLIVAN & CROMWELL lost longtime antitrust partner and former DC office head Daryl Libow to cancer in November 2018. Former DOJ antitrust chief Renata Hesse, who joined the firm in February 2017, leads the competition group. Within a few months of her return to private practice, Hesse had taken the lead for Amazon in the online retailer's acquisition of organic grocery chain Whole Foods and obtained

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FTC clearance with a pull-and-refile but no second request. She is also currently advising Syntel on the merger clearance aspects of its acquisition by Atos, a France-based IT services company, for approximately \$3.57 billion.

The firm obtained dismissals in full of two putative class actions against BP and several other oil producers by plaintiffs alleging that they manipulated trades of physical Brent crude oil. Sullivan & Cromwell represents a European ocean shipping company, a new client, in a criminal investigation by the DOJ. In mergers, the firm advised Praxair on the competition law aspects of its pending \$73 billion merger of equals with Linde, two of the largest industrial gas suppliers in the world. It also acted for DS Smith in the corrugated packaging company's \$920 million acquisition of competitor Interstate Resources, and helped to shepherd Enbridge's \$28 billion purchase of Spectra Energy through the FTC with divestitures.

WILMER CUTLER PICKERING HALE AND DORR is viewed by its peers as a "very good" firm, with the "terrific" Hartmut Schneider on mergers and Thomas Mueller "prominent" on cartels. Partner James Lowe moved to Sidley Austin in 2017. The firm is representing T-Mobile

and Deutsche Telekom regarding its merger with Sprint as well as advising T-Mobile in engaging with state attorneys general reviewing the transaction. Additionally, Schneider, Mueller and Perry Lange are advising three major Japanese container liner shipping companies on their merger, with global combined revenues of \$2.8 billion.

Meanwhile, Steve Cherry, David Donovan, Patrick Carome and David Molot continue to represent DENSO in the damages claims following on from its guilty plea in the auto parts cartel, leading a joint defence against plaintiffs' efforts to consolidate and create joint and several liability for different products. Cartel and follow-on action work led by Mueller includes defending ELNA in the capacitor cartel probe, eventually negotiating a 60% fine discount based on cooperation and inability to pay; individuals Rohan Ramchandani in the Forex litigation and Jeffrey Glazer in the generic pharmaceutical probes; and Schaeffler Group USA in the bearings damages claims. Leon Greenfield acted for Apple in accusing Nokia-connected patent assertion entities of violating sections 1 and 2 of the Sherman Act, while he worked with Cherry and Ronald Machen to defend Panasonic against CoKinetic's claims of anticompetitive exclusionary conduct..

RECOMMENDED

With seven partners and nine other attorneys dedicated to antitrust, **AKIN GUMP STRAUSS HAUER & FELD**'s DC team has expanded significantly in recent years. The firm represents Wilhelmssen, a global maritime company, in its acquisition of Drew Marine, a competitor in the supply of marine chemicals, as well as acting for 7-Eleven in its \$3.3 billion acquisition of more than 1,000 Sunoco convenience stores and gas stations. Akin Gump also serves as lead antitrust counsel to AT&T for its pre-close integration planning efforts in connection with its mergers and acquisitions for all of its recent significant transactions, including its acquisitions of Time Warner and DIRECTV. The team also represented US Concrete in a class action brought by purchasers of ready-mix concrete and got US Concrete dismissed from the case and the complaint limited to a two-year period for the remaining defendants.

Before leaving for Simpson Thacher & Bartlett in August 2017, former Antitrust Division prosecutor John Terzaken had the **ALLEN & OVERY** team working like a well-oiled machine as the firm's DC office tackles significant litigation work, especially its follow-on actions. The team is now lead by John Roberti who is assisted by four associates. The firm represents Bosch in 31 different damages claims by auto dealers, end payors, and direct and indirect purchasers; Deutsche Bank in a financial benchmarking case; and Tri-Union in the ongoing litigation regarding allegations of price-fixing in the packaged seafood industry. Additionally, the team is helping Samsung SDI in its defence against various civil antitrust actions alleging participation in international price-fixing conspiracies in the lithium ion battery industry.

BAKER HOSTETLER, whose antitrust practice's core remains Howrey alumni, continues to take challenging cases to trial. Robert Abrams leads the DC office and works with partners Terry Sullivan, Bob Brookhiser, Greg Commins and Dan Foix in leading a farmers' class action alleging that milk marketers and processors conspired to stifle competition. The case, due to settlement objectors and opt-outs, remains ongoing despite the settlement being the largest judgment in Vermont history. Abrams, Brookhiser, Commins and Foix represent long-time client Caterpillar against group boycott and exclusionary

dealing allegations brought by International Construction Products, facing off against Boies Schiller Flexner. The team also represented Associated Materials, a manufacturer of residential replacement windows, against claims of price discrimination. The court dismissed all antitrust and RICO claims against the client and another defendant. Foix and others are also trying to break ground in a suit against a labour union – a type of entity that has largely stayed outside the antitrust laws – in New York.

BAKER MCKENZIE's loss of Lee Van Voorhis to Jenner & Block in September 2016 was offset by the arrival of new antitrust practice chair Mark Hamer in 2017, who remains the head of the firm's DC antitrust practice. Partners Craig Lee, former assistant chief of DOJ's antitrust criminal section, and Creighton Macy, a former DOJ Antitrust Division chief of staff, also joined the firm in the past two years. The firms represented Trimble, a navigation and technology company, in its \$1.2 billion acquisition of Viewpoint, and Knauf in its proposed \$7 billion acquisition of USG Corporation. It also acted for Servier in connection with the US antitrust review of its \$2.4 billion acquisition of Shire's Oncology business and for Merit Medical Systems in its efforts to acquire assets Becton Dickinson sold in connection with its acquisition of CR Bard. Other than merger reviews, the team, led by Mark Hamer, defended Knorr-Bremse, a major German rail component manufacturer in an antitrust investigation by the US DOJ regarding "no-poach" agreements among competitors.

COOLEY's antitrust practice is led by partner Jacqueline Grise and includes partners Howard Morse and Marc Schildkraut, both former assistant directors of the FTC Bureau of Competition, newly elected partner Tanisha James in New York, and counsel Parker Erkmann and Mark Schechter in DC. Over the past year, Grise represented more than a dozen pharmaceutical companies before the FTC on merger matters, including Ionis, Horizon, Sucampo, Cell Design Labs, Wilson Therapeutics, and most recently, SteadyMed in the sale of the company to United Therapeutics. Grise also helped to guide Alarm.com through an eight-month FTC investigation of the long-time client's acquisition of iControl without the enforcer bringing a complaint, only to find itself



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Firm	Head(s) of competition	Size	No. WWL nominees	Clients
RECOMMENDED				
Akin Gump Strauss Hauer & Feld	Corey Roush	7 partners 2 counsel 7 associates	None	7-Eleven, Daimler, Inguran, Enterprise Products Partners, Charter Communications, Sunovion Pharmaceuticals, Vallourec Vizio, Resona Bank, Hawaiian Electric, Children's Medical Center
Allen & Overy	John Roberti	1 partner 2 senior associates 2 associates	None	BNP Paribas, Cargill, Deutsche Bank Mercuria Energy Trading Group, Robert Bosch Group, Samsung SDI, Tri-Union Seafoods, United Airlines
BakerHostetler	Bob Abrams	8 partners 3 counsel 4 associates	None	The Aluminum Association, Casad Company, Caterpillar, Deseret News, Funai Electric Co, National Association of Animal Breeders, Oldcastle Materials, ThyssenKrupp, US Beet Sugar Association
Baker McKenzie	Mark Hamer	4 partners	None	Knorr-Bremse, Trimble, Merit Medical Systems, Knauf Industries, Servier Laboratories
Cooley	Jacqueline Grise	3 partners 2 counsel 7 associates	3	Qualcomm, Roku, SpaceX, Stratasys, TiVo, Uber, Horizon Pharma, Ionis Pharmaceuticals, Bertelsmann, Delphi Automotive, Gartner, Hawaiian Airlines, Meredith, Rockwell Automation, SoftBank
Davis Polk & Wardwell	Jon Leibowitz Howard Shelanski Jesse Solomon	3 partners 7 associates	2	Aetna, BATS Global Markets, Bristol-Myers Squibb, Citigroup, Comcast, General Electric, Emerson Electric, Mitsubishi Tanabe Pharma, Solvay, Syngenta, Tyson Foods, Volkswagen, Zuffa

on the receiving end of a rare competitor lawsuit to block the merger, brought by O'Melveny & Myers on behalf of Honeywell. The team also counselled Rovi in its \$1.1 billion acquisition of TiVo and Uber's \$680 million acquisition of self-driving truck company Otto. Major litigation success came when Cooley obtained summary judgment for Patheon in litigation brought by joint venture partner ProCaps; Morse and Schildkraut defended that victory at the US Court of Appeals for the Eleventh Circuit.

The size and scope of **DAVIS POLK & WARDWELL**'s DC practice continues to grow as the firm tackles major deals for its clients. Former FTC chair Jon Leibowitz heads the group, while Jesse Solomon, Howard Shelanski and the rest of the team handle global deals. Davis Polk has advised numerous companies through mergers and acquisitions. It advised Aetna on its acquisition by CVS Health for approximately \$77 billion, one of the largest transactions of the year, and Tyson Foods on its approximately \$4.2 billion acquisition of AdvancePierre Foods Holdings. The team also acted as counsel to Mitsubishi Tanabe Pharma Corporation on its acquisition of NeuroDerm, Stewart Information Services Corporation on its acquisition by Fidelity National Financial and Comcast Corporation in connection with its attempt to acquire the entire share capital of Sky. However, the big one currently on their plate is counselling Syngenta in its \$43 billion agricultural merger by ChemChina, which the FTC cleared in 2017 with the divestiture of three types of pesticides. The firm is also advising on Uber's sale of its China business to local rival Didi Chuxing.

Bill Kolasky chairs **HUGHES HUBBARD & REED**'s antitrust practice, which was a new entrant to the survey in 2017. He and partner Robert Bell successfully represented Unimin, a subsidiary of SCR-Sibelco NV, in securing antitrust clearance for a merger with fellow industrial minerals provider Fairmount Santrol Holdings and advised Hogg Robinson in its acquisition by American Express' Global Travel Business Service.

In litigation, Hughes Hubbard successfully represented Cantor Fitzgerald as a defendant in more than 40 putative class action lawsuits filed against all 22 primary dealers in US Treasury securities for conspiring to manipulate the treasury market. Additionally, the team represented Macquarie in a civil class action in the Southern District of New York alleging global banks manipulated two benchmark rates: the Singapore Offered Rate and the Singapore Swap Offer Rate.

Mark Popofsky, one of the most highly recommended nominees to *Who's Who Legal: Competition*, leads **ROPES & GRAY**'s Washington, DC practice. The firm represented Bain Capital in leading the consortium that acquired Toshiba's memory business for \$18 billion, which involved substantive antitrust risk analysis and submitting or overseeing local counsel's submission of merger control filings in jurisdictions including Brazil, China, the EU, Japan, Korea, Mexico, the Philippines, Taiwan and the the US. The deal closed in May 2018. The firm also acted for DraftKings, a daily fantasy sports contest provider, in its proposed consolidation with rival FanDuel, but the companies abandoned the deal in July 2017 after a large-scale second request and challenge by the FTC. In September 2018, partner Chong Park won a motion to dismiss a class action in Massachusetts federal court accusing Eversource Energy of abuse of market power and manipulation of electricity prices. The electricity consumer plaintiffs had brought claims under state and federal antitrust laws.

SHEARMAN & STERLING appears in this chapter for the first time, thanks to snagging Bruce Hoffman, David Higbee, Djordje Petkoski, Ryan Shores and Todd Stenerson from Hunton in mid-2017. Hoffman soon departed to become FTC Bureau of Competition director, and recruited counsel Daniel Francis in April 2018 as his senior counsel. But the rest of the team – led by Higbee – remained at the firm, where they have been busy with litigation. Stenerson acts for Blue Cross Blue Shield of Michigan in the multi-district litigation consolidated

Firm	Head(s) of competition	Size	No. WWL nominees	Clients
RECOMMENDED				
Hughes Hubbard & Reed	Bill Kolasky	2 partners 4 associates	1	Sinclair Broadcast Group, Digital First Media, Cantor Fitzgerald, Oneok, Tegna, Macquarie, Unimin, Carestream Health, Avfuel, and Carl Zeiss Meditec
Ropes & Gray	Mark Popofsky	Firmwide: 6 partners 2 counsel 19 associates	1	Hitachi-LG Data Storage, Eversource Energy, Google, Pfizer, Charter Communications, American Media, the American Kidney Fund, ICU Medical
Shearman & Sterling	David Higbee	4 partners 14 associates	2	Albemarle, Blue Cross Blue Shield of Michigan, Boeing, CapitalOne, Citrix, Chevron, Diageo, GS Yuasa, Lhoist, LyondellBasell, Mitsubishi Chemical, Raytheon, Rubycon, Statoil, Textron, Viacom
Step toe & Johnson	Yves Botteman (based in Brussels)	Firmwide: 10 partners 3 counsel 7 associates	None	LG Chem, Netflix, National Milk Producers Federation, Republic Services, PhRMA, Rockwell Collins, Amadeus, Japan Airlines, Shougang Corporation, Illinois Tool Works, SRAM, General Mills
Venable	Lisa Jose Fales	23 partners 4 counsel and 16 associates	None	National Retail Federation, National Council of Architectural Registration Boards, the Corrosion Association, American Lumber Standard Committee
Vinson & Elkins	Craig Seebald	Firmwide: 20 partners 35 counsel/associates	None	Enviva, Google, HeartBrand Beef, Hitachi Automotive Systems Americas, Hitachi, Magellan Midstream Partners, Maxell, Plains All American Pipeline, Shrimp Improvement Systems, Southwest Airlines
Williams & Connolly	John Schmidlein Jonathan Pitt	15 practitioners	None	Amazon, Celgene, Danaher, Eli Lilly, Endo Pharmaceuticals, Mars, Par Pharmaceuticals, Huntsman

in Alabama against the entire BCBS network, as well as class-action and related opt-out litigation back in Michigan regarding the insurer's most-favoured-nations clauses. Shores, backed by Higbee, defends Statoil against class actions claiming it colluded to underpay land lease royalties, while Higbee represented the National Music Publishers Association as an amicus in the Second Circuit battle over performing rights organisations' licensing of music. Petkoski leads for GS Yuasa as it fights follow-on damages claims by lithium ion battery buyers, and capacitor maker Rubycon tapped him, Higbee and Shores as it faced criminal investigation of price-fixing.

Yves Botteman, based in Brussels, became leader of the **STEPTOE & JOHNSON** antitrust team in 2018, as prior DC practice chair Ed Schwartz moved to Reed Smith. The group in Washington includes Jonathan Sallet – former general counsel of the FCC and deputy assistant attorney general in the Antitrust Division – and Boyd Cloern. The firm represents the National Milk Producers Federation in the dairy class-action antitrust litigation in federal court in Illinois and in antitrust litigation in federal court in Florida and does regular work for FedEx and Netflix. The team also defended Shougang Corporation against US Steel's allegations at the International Trade Commission that Chinese steelmakers violated US antitrust laws and misappropriated trade secrets. It also advised defendant Amadeus in an antitrust class action involving global distribution systems for airline tickets.

VENABLE antitrust chair Lisa Jose Fales works out of Washington, DC along with DOJ assistant attorney general under President Obama, Peter Kadzik, who joined Venable in 2017. Venable represented Ranbaxy in the *Modafinil* litigation where, after four intensive weeks

of trial, it struck a settlement with the retailer and Apotex plaintiffs, which alleged that Ranbaxy's patent settlement with brand company Cephalon delayed generic entry of the sleep disorder drug Provigil. Venable also represents Impax in a class action MDL involving direct purchasers, end-payors, and retailers, which allege that Impax received illegal reverse payments from a branded pharmaceutical company to delay a generic form of an opioid pain medication, Opana. A bit farther back, the firm advised Impax Laboratories against allegations by direct purchasers and end-payor classes that it employed "reverse payment settlements" under an invalid and unenforceable patent to delay generic competition for acne treatment Solodyn. The direct purchaser class settled on the eve of trial, while the end-payors settled halfway through in 2018.

Washington, DC partner Craig Seebald heads the **VINSON & ELKINS** antitrust practice, whose lawyers are go-to counsel in investigations and litigation. Seebald and his team represent Google on a range of antitrust matters including advising on mergers and acquisitions, and a variety of regulatory and policy matters such as the competitive implications of the collection and use of big data. Seebald, Jacobs and Levine counsel the Maxell companies as defendants in nationwide multi-district litigation that consolidates dozens of separate lawsuits filed by purported classes of direct and indirect purchasers of lithium ion batteries. Additionally, Vinson & Elkins actively advises Hitachi in a multi-district litigation that consolidated dozens of separate lawsuits filed by purchasers of optical disk drives, who alleged that defendants engaged in a worldwide antitrust conspiracy to fix and raise prices of the drives and finished products containing them. The team also recently convinced the FTC not to challenge a purchase agreement

between affiliates of Plains All American Pipeline and Valero Energy Corporation to acquire two petroleum storage facilities in Northern California.

WILLIAMS & CONNOLLY features prominently in the DC antitrust bar, despite openly admitting it is not a merger shop; its lawyers instead focus on litigation and cartels. Practice heads John Schmidlein and Jonathan Pitt have acted for an impressive list of clients in the past couple of years. The firm represents Amazon Services in a lawsuit alleging that Amazon excludes third-party sellers from its Marketplace

for anticompetitive reasons. The team is also representing Danaher Corporation and four of its dental-manufacturer subsidiaries in a lawsuit alleging a group boycott and price-fixing in violation of the federal and Texas antitrust laws, which is new before the Supreme Court. Since 2015, Williams & Connolly has represented Celgene Corporation in two antitrust actions alleging that the company improperly delayed generic competition, including by allegedly restricting the sale of samples of certain of its products for purposes of testing by generic manufacturers.